

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:	Chapter 11
BIG LOTS, INC., <i>et al.</i>	Case No. 24-11967 (JKS)
Debtors. ¹	(Jointly Administered)
Related to D.I. 1605 & 1727	
Hearing Date: January 21, 2025 at 1:00 p.m.	

WITNESS AND EXHIBIT LIST OF HIGHLAND AND STERLING, LLC AND BIG HOLDINGS 2, LLC FOR HEARING SCHEDULED JANUARY 21, 2025 AT 1:00 P.M.

Highland and Sterling, LLC and Big Holdings 2, LLC (collectively, the “Landlord”), through undersigned counsel, submits the following witness and exhibit list for the hearing scheduled January 21, 2025 at 1:00 p.m. regarding: (i) *Motion of Highland and Sterling, LLC and Big Holdings, LLC to (A) Compel Immediate Rejection of Lease and Surrender Possession of the Premises Pursuant to 11 U.S.C. § 365 or, Alternatively, (B) Grant Landlord Relief from Stay Pursuant to 11 U.S.C. § 362(d); and (C) for Related Relief* [D.I. 1605] (the “Motion”); and (ii) *Debtor’s Objection to Motion of Highland and Sterling, LLC and Big Holdings 2, LLC to Compel Immediate Rejection of Lease and Surrender Possession of the Premises or, Alternative, Grant Landlord Relief from Stay* [D.I. 1727] (the “Objection”).

Witnesses

Landlord may call the following witnesses at the hearing:

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores - PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores - CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors’ corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081.

1. **Robert Hansab**, who will testify regarding the matters contained in the *Declaration of Robert Hansab in Support of the Motion of Highland and Sterling, LLC and Big Holdings, LLC to (A) Compel Immediate Rejection of Lease and Surrender Possession of the Premises Pursuant to 11 U.S.C. § 365 or, Alternatively, (B) Grant Landlord Relief from Stay Pursuant to 11 U.S.C. § 362(d); and (C) for Related Relief* [D.I. 1605-1] (the “Declaration”) and matters related to the Lease and the Premises (each as defined in the Motion).

2. Any witness identified on any witness list filed by the Debtors or any other interested party.

3. Rebuttal witnesses, as may be necessary.

Landlord reserves the right to supplement this list of witnesses to include any other witness which may be discovered or identified prior to or at the hearing. Landlord further reserves the right to call as additional witnesses those persons who may be necessary after considering evidence and argument at the hearing.

Exhibits

Landlord may seek to admit the following exhibits at the hearing:

1. The Motion and all exhibits and attachments to the Motion [D.I. 1605].
2. The Declaration and all exhibits and attachments to the Declaration [D.I. 1605-1].
3. The Objection [D.I. 1727].
4. The *Order (I) Approving Sale of Debtors' Assets Free and Clear of Liens, Claims, Interests, and Encumbrances, (II) Authorizing the Debtors to Enter into and Perform Under the GBRP APA, (III) Authorizing Assumption and Assignment of Executory Contracts and Unexpired Leases, and (IV) Granting Related Relief* [D.I. 1556] (“Sale Order”) and all exhibits and attachments to the Sale Order.

5. The Asset Purchase Agreement, dated as of December 27, 2024, by and among Big Lots, Inc., each of the subsidiaries of Big Lots, Inc. listed on the signature pages thereto, and Gordon Brothers Retail Partners, LLC, attached as Exhibit 1 to the Sale Order [D.I. 1556-1].

6. The Agency Agreement between the Debtors and Gordon Brothers Retail Partners, LLC dated December 28, 2024 and attached to the Asset Purchase Agreement as Exhibit H [D.I. 1556-1].

7. *The Request for Production of Documents Directed to Debtors by Highland and Sterling, LLC and Big Holdings 2, LLC* served by counsel for Landlord upon counsel for Debtors on January 16, 2025 (the “Document Requests”).

8. Any communications between Landlord and Debtors, including their counsel.

9. Any documents produced by Debtors in response to the Document Requests.

10. *The Seventh Notice of Filing of List of Additional Closing Stores Pursuant to the Final Order (I) Authorizing Debtors to Assume the Consulting Agreement, (II) Authorizing Store Closing Sales and Approving Related Procedures, and (III) Granting Related Relief* [D.I. 1397].

Landlord reserves the right to supplement this list of exhibits to include any other exhibits which may be discovered or identified prior to or at the hearing. Landlord further reserves the right to admit further or other exhibits as may be necessary after considering evidence and argument at the hearing.

Dated: January 17, 2025
Wilmington, Delaware

/s/ Leslie C. Heilman

Leslie C. Heilman (DE No. 4716)
Laurel D. Roglen (DE No. 5759)
Nicholas J. Brannick (DE No. 5721)
Margaret A. Vesper (DE No. 6995)
BALLARD SPAHR LLP
919 N. Market Street, 11th Floor
Wilmington, Delaware 19801-3034
Telephone: (302) 252-4465
Facsimile: (302) 252-4466
E-mail: heilmanl@ballardspahr.com
roglenl@ballardspahr.com
brannickn@ballardspahr.com
vesperm@ballardspahr.com
Counsel for Landlord